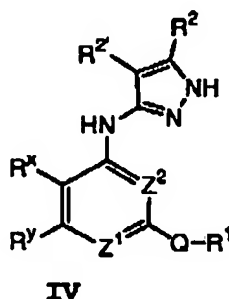


This listing will replace all prior versions, and listings, of claims in the application. Please amend the claims as follows:

Listing of Claims:

1. (Previously Presented) A compound of formula IV:



or a pharmaceutically acceptable derivative thereof, wherein:

Z^1 is nitrogen or $C-R^8$ and Z^2 is nitrogen or CH , wherein one and only one of Z^1 or Z^2 is nitrogen;

Q is selected from $-N(R^4)-$, $-O-$, $-S-$, $-C(R^6)_2-$, 1,2-cyclopropanediyl, 1,2-cyclobutanediyl, or 1,3-cyclobutanediyl;

R^x and R^y are independently selected from $T-R^3$ or $L-Z-R^3$, or R^x and R^y are taken together with their intervening atoms to form a fused, unsaturated or partially unsaturated, 5-7 membered ring having 0-3 ring heteroatoms selected from oxygen, sulfur, or nitrogen, wherein each substitutable ring carbon of said fused ring formed by R^x and R^y is independently substituted by oxo, $T-R^3$, or $L-Z-R^3$, and each substitutable ring nitrogen of said ring formed by R^x and R^y is independently substituted by R^4 ;

R^1 is $T-(\text{Ring D})$;

Ring D is a 5-7 membered monocyclic ring or 8-10 membered bicyclic ring selected from aryl, heteroaryl, heterocyclyl or carbocyclyl, said heteroaryl or heterocyclyl ring having 1-4 ring heteroatoms selected from nitrogen, oxygen or sulfur, wherein each substitutable ring carbon of Ring D is independently substituted by oxo, $T-R^5$, or $V-Z-R^5$, and each substitutable ring nitrogen of Ring D is independently substituted by $-R^4$;

T is a valence bond or a C_{1-4} alkylidene chain, wherein when Q is $-CH(R^6)-$, a methylene unit of said C_{1-4} alkylidene chain is optionally replaced by $-O-$, $-S-$, $-N(R^4)-$, $-CO-$, $-CONH-$, $-NHCO-$, $-SO_2-$, $-SO_2NH-$, $-NHSO_2-$, $-CO_2-$, $-OC(O)-$, $-OC(O)NH-$, or $-NHCO_2-$;